

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

LEHMAN BROTHERS HOLDINGS INC., et al.,

Debtors.

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Chapter 11 Case No.

08-13555 (JMP)

(Jointly Administered)

**ORDER PURSUANT TO SECTION 365
OF THE BANKRUPTCY CODE AUTHORIZING DEBTORS TO
ASSUME UNEXPIRED LEASE OF NONRESIDENTIAL REAL PROPERTY**

Upon the motion, dated June 16, 2009 (the “Motion”), of Lehman Brothers Holdings Inc. (“LBHI”) and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (collectively, the “Debtors” and, together with their non-debtor affiliates, “Lehman”), pursuant to section 365(a) of title 11 of the United States Code (the “Bankruptcy Code”), for authorization to assume that certain Lease, dated as of April 5, 2007, by and between Rockefeller Center North, Inc. (“Rockefeller”) and LBHI (the “Lease”), effective upon the effective date of and as modified by that certain amendment to the Lease by and between LBHI and Rockefeller (the “Amendment”), all as more fully described in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334 and the Standing Order M-61 Referring to Bankruptcy Judges for the Southern District of New York Any and All Proceedings Under Title 11, dated July 10, 1984 (Ward, Acting C.J.); and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided; and it appearing that no other or further notice need be provided; and that the legal and factual bases set forth in the

Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is hereby:

ORDERED that the Motion is granted; and it is further

ORDERED that, pursuant to section 365(a) of the Bankruptcy Code, the Debtors' assumption of the Lease, effective upon the effective date of and as modified by the Amendment, hereby is approved; and it is further

ORDERED that, pursuant to section 365(b)(1) of the Bankruptcy Code, in connection with LBHI's assumption of the Lease, effective upon the effective date of and as modified by the Amendment, LBHI is authorized to pay Rockefeller any and all cure amounts owed to Rockefeller under the Lease, and, for the reasons set forth in the Motion, the requirements of section 365(b)(1) of the Bankruptcy Code are deemed satisfied; and it is further

ORDERED that the Debtors are authorized to execute such documents or other instruments as may be necessary to assume the Lease, effective upon the effective date of and as modified by the Amendment, and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation and/or enforcement of this Order.

Dated: New York, New York
June 26, 2009

s/ James M. Peck
UNITED STATES BANKRUPTCY JUDGE